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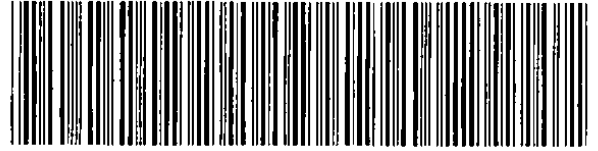
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ALLIANCE

June 27, 2023

Division of Corporations
Amendment Section
PO Box 6327
Tallahassee, FL 32314

RE: Miracle Motors 941, Inc.

Dear Amendment Section, Division of Corporations:

The enclosed Articles of Amendment and fee are submitted for filing. Please return all correspondence concerning this matter to the undersigned at:

Lewis, Longman & Walker, P.A.
100 Second Avenue South, Suite 501-S
St. Petersburg, FL 33701
727-245-0820

Enclosed is a check for \$87.50 made payable to the Florida Department of State for the filing fee and a Certified Copy. If you have any questions, please do not hesitate to contact me. Thank you for your attention.

Best regards,

LEWIS, LONGMAN & WALKER, P.A.

Richard P. Green

Richard P. Green, Esq.

RPG

cc: client (via email)

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JACKSONVILLE
245 Riverside Ave., Suite 510
Jacksonville, Florida 32202
T: 904.353.6410
F: 904.353.7619

ST. PETERSBURG
100 Second Ave. S., Ste 501-S
St. Petersburg, Florida 33701
T: 727.245.0820
F: 727.290.4057

TALLAHASSEE
315 South Calhoun St., Ste 830
Tallahassee, Florida 32301
T: 850.222.5702
F: 850.224.9242

TAMPA
301 West Platt St.
Suite 364
Tampa, FL 33606
T: 813.775.2331

WEST PALM BEACH
515 North Flagler Dr., Ste
West Palm Beach, FL 334
T: 561.640.0820
F: 561.640.8202

ARTICLES OF INCORPORATION

ARTICLE I - NAME

1.1 Name

The name of the corporation is Miracle Motors 941, Inc.

ARTICLE II - DURATION

2.1 Duration

The period of duration of the corporation is perpetual.

ARTICLE III - PURPOSE

3.1 Purpose

Miracle Motors 941, Inc. is a non-profit corporation and shall operate exclusively for education and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code. Miracle Motors 941, Inc.'s purpose is to connect those with generous hearts and cars to give to hardworking individuals and families who need a reliable and safe car of their own within the State of Florida.

3.2 Public Benefit Corporation

Miracle Motors 941, Inc. is designated as a public benefit corporation.

ARTICLE IV - NON-PROFIT NATURE

4.1 Miracle Motors 941, Inc. is organized exclusively for charitable and educational purposes including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. No

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otherwise, shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private person or individual, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III, Section 3.1.

4.4 Restricted Activities

No substantial part of the corporation's activities shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

4.5 Prohibited Activities

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (1) by a corporation exempt from federal income tax as an organization described by Section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (2) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE V – BOARD OF DIRECTORS

4.1 Governance

Miracle Motors 941, Inc. shall be governed by its board of directors.

4.2 Directors

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part of the net earnings of Miracle Motors 941, Inc. shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof.

Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by any organization exempt from the federal income tax under section 501 (c)(3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Miracle Motors 941, Inc. is not organized and shall not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its educational and charitable purposes. No part of the assets, receipts, or net earnings of the corporation shall inure to the benefit of, or be distributed to any individual. The corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

4.2 Personal Liability

No officer or director of this corporation shall be personally liable for the debts or obligations of Miracle Motors 941, Inc. of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

4.3 Dissolution

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Upon termination or dissolution of Miracle Motors 941, Inc., any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501 (c)(3) of the Internal Revenue Code (or described in any corresponding provision of any successor statute) which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

The organization to receive the assets of the Miracle Motors 941, Inc. hereunder shall be selected by the discretion of a majority of the managing body of Miracle Motors 941, Inc. and if its directors cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of competent jurisdiction against Miracle Motors 941, Inc. by one (1) or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of Florida.

In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to this corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of Florida to be added to the general fund.

4.3 Prohibited Distributions

No part of the net earnings, or properties of this corporation, on dissolution or

The directors of the corporation shall be:

<u>Name</u>	<u>Address</u>
Emily Coker	14830 7 th Ave E Bradenton, FL 34212 941-730-3634
Joel Coker	14830 7 th Ave E Bradenton, FL 34212 941-744-7758
Caitlin Green	5043 Seafoam Trl Lakewood Ranch, FL 34211 502-269-0110

ARTICLE VI - MEMBERSHIP

6.1 Membership

Miracle Motors 941, Inc. shall have no members.

ARTICLE VII - AMENDMENTS

7.1 Amendments

Any amendment to the Articles of Incorporation may be adopted by approval of two-thirds (2/3) of the board of directors.

ARTICLE VIII - ADDRESSES OF THE CORPORATION

8.2 Corporate Address

The physical address of the corporation is:

14830 7th Ave E
Bradenton, FL 34212

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CLERK OF CIRCUIT COURT
MILWAUKEE COUNTY, WI 53233

ARTICLE IX – APPOINTMENT OF REGISTERED AGENT

9.1 Registered Agent

The registered agent of the corporation shall be:

<u>Name</u>	<u>Address</u>
Richard P. Green	100 Second Avenue S., Suite 501-S St. Petersburg, FL 33701

ARTICLE X – INCORPORATOR

The names of the Incorporators are:

<u>Name</u>	<u>Address</u>
Emily Coker	14830 7 th Ave E Bradenton, FL 34212 941-730-3634
Joel Coker	14830 7 th Ave E Bradenton, FL 34212 941-744-7758

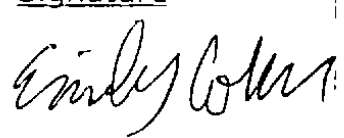

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STATE
TALLAHASSEE, FLORIDA

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CERTIFICATE OF ADOPTION OF ARTICLES OF INCORPORATION

We, the undersigned, do hereby certify that the above stated Articles of Incorporation of Miracle Motors 941, Inc. were approved by the board of directors on April 20, 2023 and constitute a complete copy of the Articles of Incorporation of the Miracle Motors 941, Inc.

<u>Name</u>	<u>Address</u>	<u>Signature</u>
Emily Coker	14830 7 th Avenue E Bradenton, FL 34203 941-730-3634	
Joel Coker	14830 7 th Avenue E Bradenton, FL 34212 941-744-7758	

Caitlin Green

5043 Seafoam Trl
Bradenton, FL 34211
502-269-0110



**ACKNOWLEDGMENT AND ACCEPTANCE
OF REGISTERED AGENT**

Having been named to accept service of process for the above stated corporation, at the place designated in the Articles of Incorporation to which this is attached, I accept to act in this capacity, and agree to comply with the provisions of law relative to keeping the office open.



Richard Green

April 26, 2023
Date

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